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The following constitutes
the order of the court. Signed July 1, 2013

M. Elaine Hammond

M. Elaine Hammond
U.S. Bankruptcy Judge

Attorneys for Chapter 11 Trustee
KYLE EVERETT

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION

In re

PACIFIC THOMAS CORPORATION, dba
PACIFIC THOMAS CAPITAL, dba
SAFE STORAGE,

Debtor.

Case No. 12-46534 MEH

Chapter 11

**ORDER GRANTING CHAPTER 11
TRUSTEE KYLE EVERETT'S MOTION
TO SELL REAL PROPERTY FREE AND
CLEAR OF CERTAIN INTERESTS**

Date: June 27, 2013

Time: 11:30 a.m.

Place: Courtroom 215

Honorable M. Elaine Hammond
1300 Clay Street-Courtroom 215
Oakland, California

The Motion to Sell Real Property Free and Clear of Certain Interests (the "Motion") filed by Kyle Everett, the duly appointed, qualified and acting Chapter 11 trustee (the "Trustee") of the bankruptcy estate of Pacific Thomas Corporation dba Pacific Thomas Capital dba Safe Storage ("PTC") came on for hearing on June 27, 2013 at 11:30 a.m. before the United States Bankruptcy Court, Northern District of California ("Court"), the Honorable M. Elaine Hammond presiding.

The Court has considered all pleadings, declarations, exhibits and other documentary evidence presented at, and prior to, the hearing, as well as all oral arguments made at the hearing. Appearances are noted on the record. For the reasons stated on the record, which shall serve as the Court's findings of fact and conclusions of law pursuant to Federal Rules of Bankruptcy

1 Procedure 7052, including the Court's determination that a bona fide dispute exists regarding the
2 validity and scope of the asserted leasehold interest of Pacific Trading Ventures and Pacific
3 Trading Ventures, Ltd. (collectively, "PTV") in the real property located at 2615 E. 12th Street,
4 2783 E. 12th Street, and 1113-15 29th Avenue, in Oakland, California (the "Property"),

5 **IT IS HEREBY ORDERED:**

- 6 1. The Motion is granted;
- 7 2. The Trustee is authorized to market and sell the Property free and clear of any and
8 all disputed leasehold or possessory interests of PTV pursuant to 11 U.S.C. §363(f)(4);
- 9 3. The Order Addressing Business Records and Premises Rents, entered on May 14,
10 2013 [Dkt No. 26; AP No. 13-04079] is modified to authorize the Trustee and his Professionals to
11 share with potential buyers of the Property the following PTV business records or summaries,
12 subject to confidentiality agreements to be entered into between the Trustee and potential buyers:
 - 13 a. Site Link rent rolls for the period 2010 forward;
 - 14 b. Site Link accounts receivable reports;
 - 15 c. Site Link Management summary reports for the period 2010 forward; and
 - 16 d. Other specific requested reports contained in PTV's Site Link management
17 system, with any self-storage facility tenant names redacted.

18 Nothing shall prevent PTV and the Trustee from agreeing to the further sharing of
19 PTV's business records or summaries thereof with the Trustee's Professionals and potential
20 buyers on terms agreeable to the parties, nor shall it prevent the Trustee from seeking further
21 orders of this Court to compel turnover of any such business records for such uses as the Trustee
22 may require.

1 4. PTV's claim that it is entitled to adequate protection is reserved, and this Order is
2 without prejudice to PTV's right to assert, or the right of any party to dispute, that PTV is entitled
3 to adequate protection under 11 U.S.C. §363(e), at the time the Court hears the Trustee's motion
4 to approve the terms of any sale of the Property.

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7 Approved as to form and content:

8 /s/ David M. Sternberg

9 David M. Sternberg, Esq.
Sternberg & Associates
Counsel for PTV

10
11 Approved as to form and content:

12 /s/ Walter Gouldsbury

13 Walter W. Gouldsbury III, Esq.
Jeffer, Mangels, Butler & Mitchell LLP
Counsel for Bank of the West

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15 Approved as to form and content:

16 /s/ Eric Nyberg

17 Eric A. Nyberg, Esq.
Kornfield, Nyberg, Bendes & Kuhner P.C.
Counsel for Summit Bank

18
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20 Approved as to form and content:

21 /s/ Brian Matlock

22 Brian Matlock, Esq.
Matlock Law Group, PC
Counsel for PTC

23
24 Approved as to form and content:

25
26 Randall Whitney

27
28 **END OF ORDER**

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